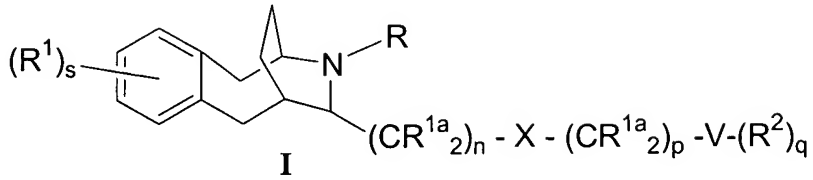
In the claims:

1. (Amended) A compound of Formula I



I

wherein

R is selected from

1) H,
2) ~~OR^4,~~
3) unsubstituted or substituted C_1-C_{10} alkyl,
4) unsubstituted or substituted aryl,
5) ~~unsubstituted or substituted C_3-C_{10} cycloalkyl,~~
6) unsubstituted or substituted heterocycle,
7) ~~$C(O)R^4$,~~
8) ~~$C(O)OR^4$, and~~
9) ~~$C(O)N(R^4)_2$;~~

R^{1a} is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_6 alkyl, and
3) OR^4;

R^{1b} is independently selected from

1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

X is selected from

1) a bond,

2) C(O), and
3) O, ~~and~~
~~4) NR4;~~

R1 is independently selected from

1) H,
2) halo,
3) OR4,
4) NO2,
~~5) S(O)mR4;~~
~~6) CN~~
7) unsubstituted or substituted C1-C10 alkyl,
~~8) unsubstituted or substituted aryl,~~
~~9) unsubstituted or substituted C2-C6 alkenyl,~~
~~10) unsubstituted or substituted C3-C10 cycloalkyl,~~
~~11) unsubstituted or substituted alkynyl,~~
~~12) unsubstituted or substituted heterocycle,~~
13) –C(O)R4,
14) C(O)OR4,
15) C(O)N(R4)2,
~~16) S(O)mN(R4)2, and~~
17) N(R4)2;

V is selected from aryl and heterocycle;

~~1) H,~~
~~2) CF3,~~
~~3) aryl,~~
~~4) heterocycle, and~~
~~5) C3-C10 cycloalkyl;~~

R2 is independently selected from

1) H,

2) unsubstituted or substituted C_1-C_{10} alkyl,
3) $-(CR^{1b})_tOR^4$,
4) Halo,
5) CN,
6) NO_2,
7) CF_3,
8) $-(CR^{1b})_tN(R^4)_2$,
9) $-C(O)OR^4$,
10) $-C(O)R^4$,
~~11) $-S(O)_2R^4$;~~
12) $-(CR^{1b})_tNR^4(CR^{1b})_tR^5$,
13) $-(CR^{1b})_tS(O)_mNR^4$,
14) $-C(O)OR^4R^5$,
15) $-NR^4C(O)R^4$,
~~16) unsubstituted or substituted aryl, and~~
~~17) unsubstituted or substituted heterocycle;~~

R^4 is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_{10} alkyl,
3) unsubstituted or substituted C_3-C_{10} cycloalkyl,
4) unsubstituted or substituted aryl,
5) unsubstituted or substituted heterocycle, and
6) CF_3;

R^5 is independently selected from

1) unsubstituted or substituted aryl, and
2) unsubstituted or substituted heterocycle;

m is independently 0, 1 or 2;

n is 0 to ~~6~~ 4;

p is 0 to ~~6~~ 4;

q is 0 to ~~6~~ 4, provided that when V is H or CF_3, q is 0; and

s is 0 to 16;
t is independently 0 to 6;

or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Amended) The compound according to Claim 1 wherein R^{1b}, R^4, R^5 and variables m, n, p, q and t are as defined in Claim 1 and

R is selected from

1) H,
~~2) OR^4;~~
3) unsubstituted or substituted C_1-C_{10} alkyl, and
~~4) unsubstituted or substituted aryl.~~

R^{1a} is independently selected from

1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

X is selected from

1) a bond, and
2) C(O);

R^1 is independently selected from

1) H,
2) halo,
3) OR^4,
4) $N(R^4)_2$,
5) NO_2, and
~~6) unsubstituted or substituted C_1-C_{10} alkyl;~~

V is selected from aryl and heterocycle;

~~1) H,~~

~~2) CF_3;~~

~~3) aryl, and~~

~~4) heterocycle;~~

R^2 is independently selected from

1) H,
2) unsubstituted or substituted C_1-C_{10} alkyl,
~~3) $(CR^{1b})_tOR^4$;~~
4) Halo,
~~5) CN,~~
~~6) NO_2;~~
~~7) CF_3;~~
~~8) $(CR^{1b})_tN(R^4)_2$;~~
~~9) $C(O)OR^4$;~~
~~10) $(CR^{1b})_tS(O)_mNR^4$;~~
~~11) $(CR^{1b})_tNR^4(CR^{1b})_tR^5$;~~
~~12) $C(O)OR^4R^5$, and~~
~~13) $NR^4C(O)R^4$;~~

s is 0 to 6;
or a pharmaceutically acceptable salt or stereoisomer thereof.

3. The compound according to Claim 1 wherein R^{1b}, X, R^1, R^2, R^4, R^5 and variables m and t are as defined above and:

R^{1a} is independently selected from

1) H, and
2) unsubstituted or substituted C_1-C_6 alkyl;

V is phenyl; ~~selected from~~

~~1) aryl, and~~

~~2) heterocycle;~~

n is 0 or 1; ~~to 3~~;
p is 0 to 3;
q is 0 to 3;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Original) A compound that is:
(6*R*,9*S*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*R*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*S*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)
benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)
benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;
(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-4-amine;

(6*S*,9*R*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulen-1-amine;

(6*S*,9*R*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-1-amine;

(6*R*,9*S*,11*S*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulen-1-amine;

(6*R*,9*S*,11*R*)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[*a*][8]annulen-1-amine;

(6*S*,9*R*,11*S*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;
(6*S*,9*R*,11*S*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[*a*][8]annulene;

(6*S*,9*R*,11*S*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*S*,9*R*,11*R*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*S*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

(6*R*,9*S*,11*R*)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [*a*][8]annulene;

or a pharmaceutically acceptable salt or stereoisomer thereof.

5. (Original) A compound according to Claim 4 that is:
(6*R*,9*S*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*R*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6*S*,9*R*,11*R*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;
(6*S*,9*R*,11*S*)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

or a pharmaceutically acceptable salt or stereoisomer thereof.

6. (Withdrawn by the Examiner) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

7. (Withdrawn by the Examiner) A method of modulating the catalytic activity of protein kinases in a mammal in need thereof comprising contacting the protein kinase with a compound of Claim 1.

8. (Withdrawn by the Examiner) The method of Claim 7 wherein the protein kinase is an RTK.

9. (Withdrawn by the Examiner) The method of Claim 8, wherein the RTK is selected from IR, IGF-1R and IRR.

10. (Withdrawn by the Examiner) A method of treating or preventing a PK-related disorder in a mammal in need thereof comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

11. (Withdrawn by the Examiner) A method of Claim 10, wherein the PK-related disorder is an IGF-1R-related disorder selected from:

1) cancer,

2) diabetes,

3) an autoimmune disorder,

4) a hyperproliferation disorder,

5) aging,

6) acromegaly, and

7) Crohn's disease.

12. (Withdrawn by the Examiner) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

13. (Withdrawn by the Examiner) A method of treating retinal vascularization comprising administering to a mammal in need of such treatment a therapeutically effective amount of a compoung of Claim 1.

14. (Withdrawn by the Examiner) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a second compound selected from:

1) an estrogen receptor modulator,

2) an androgen receptor modulator,

3) retinoid receptor modulator,

4) a cytotoxic agent,

5) an antiproliferative agent,

6) a prenyl-protein transferase inhibitor,

7) an HMG-CoA reductase inhibitor,

8) an HIV protease inhibitor,

9) a reverse transcriptase inhibitor, and

10) an angiogenesis inhibitor.

15. (Withdrawn by the Examiner) The method of Claim 14, wherein the second compound is an estrogen receptor modulator selected from tamoxifen and raloxifene.

16. (Withdrawn by the Examiner) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy.

17. (Withdrawn by the Examiner) The method of Claim 16 wherein radiation therapy is also administered.

18. (Withdrawn by the Examiner) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and paclitaxel or trastuzumab.

19. (Withdrawn by the Examiner) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and a GPIIb/IIIa antagonist.

20. (Withdrawn by the Examiner) The method of Claim 19 wherein the GPIIb/IIIa antagonist is tirofiban.

21. (Withdrawn by the Examiner) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a COX-2 inhibitor.